UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13D

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO § 240.13d-2(a)

(Amendment No. 1)1

SciPlay Corporation (Name of Issuer)

<u>Common Stock, \$0.001 par value</u> (Title of Class of Securities)

809087109 (CUSIP Number)

ANDREW FREEDMAN, ESQ.
SEBASTIAN ALSHEIMER, ESQ.
OLSHAN FROME WOLOSKY LLP
1325 Avenue of the Americas
New York, New York 10019
(212) 451-2300

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

May 31, 2022 (Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box \Box .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. *See* § 240.13d-7 for other parties to whom copies are to be sent.

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, *see* the *Notes*).

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1	NAME OF REPORTING PERSON		
	ENGINE CAPI	TAL LP	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □		
_			(b) □
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3	SEC USE ONLY		
4	SOURCE OF FUNDS	S	
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1	NAME OF REPORT	ING PERSON	
	ENGINE JET (CAPITAL, L.P.	
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4	SOURCE OF FUND:	S	
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SHARES		226.470	
BENEFICIALLY OWNED BY	8	226,470 SHARED VOTING POWER	
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1	NAME OF REPORTING PERSON		
	ENGINE AIRFLOW CAPITAL, L.P.		
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3	SEC USE ONLY		
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13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
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1	NAME OF REPORTING PERSON			
	ENGINE CAPITAL MANAGEMENT, LP			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □			
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3	SEC USE ONLY			
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12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)		
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14	TYPE OF REPORTI	NG PERSOIN		
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1	NAME OF REPORTING PERSON			
	ENGINE CAPITAL MANAGEMENT GP, LLC			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □			
			(b) □	
3	SEC USE ONLY			
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SHARES	/	SOLE VOTING FOWER		
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OWNED BY	8	SHARED VOTING POWER	_	
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	ENGINE INV	ENGINE INVESTMENTS, LLC		
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OWNED BY	8	SHARED VOTING POWER		
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PERSON WITH	9	SOLE DISPOSITIVE POWER		
		1,439,548		
	10	SHARED DISPOSITIVE POWER		
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	5.8%			
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1	NAME OF REPORT	ING PERSON	
	ENCINE INVE	ESTMENTS II, LLC	
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4	SOURCE OF FUND		
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OWNED BY	8	SHARED VOTING POWER	
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11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	378,106		
12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
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14	TYPE OF REPORTI	NG PERSON	
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1	NAME OF REPORTING PERSON			
	ARNAUD AJDLER			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □			
		(b) □		
3	SEC USE ONLY			
4	SOURCE OF FUND	S		
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5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
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NUMBER OF	BELGIUM 7	SOLE VOTING POWER		
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BENEFICIALLY		1,817,654		
OWNED BY	8	SHARED VOTING POWER		
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REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
		1,817,654		
	10	SHARED DISPOSITIVE POWER		
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11	AGGKEGALE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,817,654			
12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
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1	NAME OF REPOR	TING PERSON	-		
	ALANI DA	ALAN L. BAZAAR			
2		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □			
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REPORTING		- 0 -			
PERSON WITH	9	SOLE DISPOSITIVE POWER			
		- 0 -			
	10	SHARED DISPOSITIVE POWER			
		- 0 -			
11	AGGREGATE AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	- 0 -				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES				
13	PERCENT OF CLA	ASS REPRESENTED BY AMOUNT IN ROW (11)			
14	0% TYPE OF REPORT	TING PERSON			
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1	NAME OF REPOR	TING PERSON	
1	NAME OF REPORTING PERSON		
	BRADLEY T	T. FAVREAU	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □		
	(b) ⊠		
3	SEC USE ONLY		
4	SOURCE OF FUNI	DS .	
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5	CHECK BOX IF D	ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR	
	2(e)		
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NUMBER OF	7	SOLE VOTING POWER	
SHARES			
BENEFICIALLY		- 0 -	
OWNED BY	8	SHARED VOTING POWER	
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12		HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
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	0%		
14	TYPE OF REPORT	TING PERSON	
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The following constitutes Amendment No. 1 to the Schedule 13D filed by the undersigned ("Amendment No. 1"). This Amendment No. 1 amends the Schedule 13D as specifically set forth herein.

Item 2. <u>Identity and Background</u>.

Item 2 is hereby amended to add the following:

As discussed in greater detail in Item 4 below, in connection with the withdrawal of Engine Capital's nomination of director candidates for election at the Issuer's 2022 annual meeting of stockholders (the "Annual Meeting"), Alan L. Bazaar and Bradley T. Favreau are no longer members of the Section 13(d) group and shall cease to be Reporting Persons immediately upon the filing of this Amendment No. 1 to the Schedule 13D. The remaining Reporting Persons will continue filing statements on Schedule 13D with respect to their beneficial ownership of securities of the Issuer to the extent required by applicable law. Each of the remaining Reporting Persons is party to the Joint Filing Agreement, as further described in Item 6 below.

Item 3. Source and Amount of Funds or Other Consideration.

The Shares purchased by each of Engine Capital, Engine Jet and Engine Airflow were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business). The aggregate purchase price of the 1,213,078 Shares beneficially owned by Engine Capital is approximately \$18,880,979, including brokerage commissions. The aggregate purchase price of the 226,470 Shares beneficially owned by Engine Jet is approximately \$3,642,253, including brokerage commissions. The aggregate purchase price of the 378,106 Shares beneficially owned by Engine Airflow is approximately \$4,999,995, including brokerage commissions.

Item 4. <u>Purpose of Transaction</u>.

Item 4 is hereby amended to add the following:

On May 31, 2022, Engine Capital delivered a letter to the Issuer withdrawing its nomination of Alan L. Bazaar and Bradley T. Favreau for election to the Issuer's Board of Directors at the Annual Meeting.

Item 5. <u>Interest in Securities of the Issuer.</u>

Items 5(a) - (c) are hereby amended and restated as follows:

The aggregate percentage of Shares reported owned by each person named herein is based upon 24,661,361 Shares outstanding as of May 5, 2022, which is the total number of Shares outstanding as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 10, 2022.

A. Engine Capital

(a) As of the date hereof, Engine Capital directly owned 1,213,078 Shares.

Percentage: Approximately 4.9%

- (b) 1. Sole power to vote or direct vote: 1,213,078
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 1,213,078
 - 4. Shared power to dispose or direct the disposition: 0

B. Engine Jet

(a) As of the date hereof, Engine Jet directly owned 226,470 Shares.

Percentage: Less than 1%

- (b) 1. Sole power to vote or direct vote: 226,470
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 226,470
 - 4. Shared power to dispose or direct the disposition: 0

C. Engine Airflow

(a) As of the date hereof, Engine Jet directly owned 378,106 Shares.

Percentage: Approximately 1.5%

- (b) 1. Sole power to vote or direct vote: 378,106
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 378,106
 - 4. Shared power to dispose or direct the disposition: 0

D. Engine Management

(a) Engine Management, as the investment manager of each of Engine Capital, Engine Jet and Engine Airflow, may be deemed to beneficially own the 1,817,654 Shares owned in the aggregate by Engine Capital, Engine Jet and Engine Airflow.

Percentage: Approximately 7.4%

- (b) 1. Sole power to vote or direct vote: 1,817,654
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 1,817,654
 - 4. Shared power to dispose or direct the disposition: 0

E. Engine GP

(a) Engine GP, as the general partner of Engine Management, may be deemed to beneficially own the 1,817,654 Shares owned in the aggregate by Engine Capital, Engine Jet and Engine Airflow.

Percentage: Approximately 7.4%

- (b) 1. Sole power to vote or direct vote: 1,817,654
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 1,817,654
 - 4. Shared power to dispose or direct the disposition: 0

F. Engine Investments

(a) Engine Investments, as the general partner of each of Engine Capital and Engine Jet, may be deemed to beneficially own the 1,439,548 Shares owned in the aggregate by Engine Capital and Engine Jet.

Percentage: Approximately 5.8%

- (b) 1. Sole power to vote or direct vote: 1,439,548
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 1,439,548
 - 4. Shared power to dispose or direct the disposition: 0

G. Engine Investments II

(a) Engine Investments II, as the general partner of Engine Airflow, may be deemed to beneficially own the 378,106 Shares owned in the aggregate by Engine Airflow.

Percentage: Approximately 1.5%

- (b) 1. Sole power to vote or direct vote: 378,106
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 378,106
 - 4. Shared power to dispose or direct the disposition: 0

H. Arnaud Ajdler

(a) Mr. Ajdler, as the managing partner of Engine Management and the managing member of each of Engine GP, Engine Investments and Engine Investments II, may be deemed to beneficially own the 1,817,654 Shares owned in the aggregate by Engine Capital, Engine Jet and Engine Airflow.

Percentage: Approximately 7.4%

- (b) 1. Sole power to vote or direct vote: 1,817,654
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 1,817,654
 - 4. Shared power to dispose or direct the disposition: 0

I. Messrs. Bazaar and Favreau

(a) As of the date hereof, neither of Messrs. Bazaar nor Favreau beneficially owned any Shares.

Percentage: 0%

- (b) 1. Sole power to vote or direct vote: 0
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 0 $\,$
 - 4. Shared power to dispose or direct the disposition: 0

The filing of this Schedule 13D shall not be deemed an admission that the Reporting Persons are, for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, the beneficial owners of any securities of the Issuer that he or it does not directly own. Each of the Reporting Persons specifically disclaims beneficial ownership of the securities reported herein that he or it does not directly own.

(c) The transactions in the Shares during the past 60 days by certain of the Reporting Persons are set forth on Schedule A attached hereto and are incorporated herein by reference.

Item 6. <u>Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.</u>

Item 6 is hereby amended to add the following:

On June 2, 2022, the Reporting Persons entered into a Joint Filing Agreement in which the Reporting Persons who will remain Reporting Persons subsequent to this Amendment No. 1 to the Schedule 13D agreed to the joint filing on behalf of each of them of statements on Schedule 13D with respect to the securities of the Issuer to the extent required by applicable law. The Joint Filing Agreement is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 7. Material to be Filed as Exhibits.

Item 7 is hereby amended to add the following exhibits:

99.1 Joint Filing Agreement, dated June 2, 2022.

SIGNATURES

After reasonable inquiry and to the best of his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: June 2, 2022

Engine Capital, L.P.

By: Engine Investments, LLC,

General Partner

By: /s/ Arnaud Ajdler

Name: Arnaud Ajdler Title: Managing Member

Engine Jet Capital, L.P.

By: Engine Investments, LLC,

General Partner

By: /s/ Arnaud Ajdler

Name: Arnaud Ajdler Title: Managing Member

Engine Airflow Capital, L.P.

By: Engine Investments II, LLC,

General Partner

By: /s/ Arnaud Ajdler

Name: Arnaud Ajdler Title: Managing Member

Engine Capital Management, LP

By: Engine Capital Management GP, LLC,

General Partner

By: /s/ Arnaud Ajdler

Name: Arnaud Ajdler Title: Managing Member

Engine Capital Management GP, LLC

By: /s/ Arnaud Ajdler

Name: Arnaud Ajdler Title: Managing Member

Engine Investments, LLC

By: /s/ Arnaud Ajdler

Name: Arnaud Ajdler Title: Managing Member

Engine Investments II, LLC

By: /s/ Arnaud Ajdler

Name: Arnaud Ajdler Title: Managing Member

/s/ Arnaud Ajdler Arnaud Ajdler

Individually and as attorney-in-fact for Alan L. Bazaar and Bradley T.

Favreau

SCHEDULE A

Transactions in the Shares of the Issuer During the Past 60 Days

No. of The continu	Amount of Securities	D ' (Φ)	Data of Davidson (Cala
Nature of Transaction	<u>Purchased/(Sold)</u>	<u>Price per Share (\$)</u>	Date of Purchase/Sale
	ENGINE CAPITAL	<u>LP</u>	
Sale of Class A Common Stock	(13,134)	13.7519	04/19/22
Sale of Class A Common Stock	(150)	13.5003	04/20/22
Sale of Class A Common Stock	(33,707)	13.2207	04/21/22
Sale of Class A Common Stock	(55,417)	13.1891	04/22/22
Sale of Class A Common Stock	(29,494)	13.2197	04/25/22
Sale of Class A Common Stock	(5,056)	13.3217	04/28/22
Purchase of Class A Common Stock	645	12.7700	05/18/22
Purchase of Class A Common Stock	529	12.8391	05/24/22
	ENGINE JET CAPITAL	<u>L, L.P.</u>	
Sale of Class A Common Stock	(4,419)	13.7519	04/19/22
Sale of Class A Common Stock	(2,452)	13.7519	04/19/22
Sale of Class A Common Stock	(28)	13.5003	04/20/22
Sale of Class A Common Stock	(6,293)	13.2207	04/21/22
Sale of Class A Common Stock	(10,346)	13.1891	04/22/22
Sale of Class A Common Stock	(5,506)	13.2197	04/25/22
Sale of Class A Common Stock	(944)	13.3217	04/28/22
Purchase of Class A Common Stock	120	12.7700	05/18/22
Purchase of Class A Common Stock	99	12.8391	05/24/22

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1)(iii) under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of each of them of a Statement on Schedule 13D (including additional amendments thereto) with respect to the shares of Class A Common Stock, \$0.001 par value, of SciPlay Corporation, a Nevada corporation. This Joint Filing Agreement shall be filed as an Exhibit to such Statement.

Dated: June 2, 2022

Engine Capital, L.P.

By: Engine Investments, LLC,

General Partner

By: /s/ Arnaud Ajdler

Name: Arnaud Ajdler Title: Managing Member

Engine Jet Capital, L.P.

By: Engine Investments, LLC,

General Partner

By: /s/ Arnaud Ajdler

Name: Arnaud Ajdler
Title: Managing Member

Engine Airflow Capital, L.P.

By: Engine Investments II, LLC,

General Partner

By: /s/ Arnaud Ajdler

Name: Arnaud Ajdler
Title: Managing Member

Engine Capital Management, LP

By: Engine Capital Management GP, LLC,

General Partner

By: /s/ Arnaud Ajdler

Name: Arnaud Ajdler
Title: Managing Member

Engine Capital Management GP, LLC

By: /s/ Arnaud Ajdler

Name: Arnaud Ajdler Title: Managing Member

Engine Investments, LLC

/s/ Arnaud Ajdler By:

Name: Arnaud Ajdler Title: Managing Member

Engine Investments II, LLC

/s/ Arnaud Ajdler By:

Name: Arnaud Ajdler Title: Managing Member

/s/ Arnaud Ajdler Arnaud Ajdler